Entered on Docket November 17, 2020

EDWARD J. EMMONŚ, CLERK U.S. BANKRUPTCY COURT NORTHERN DISTRICT OF CALIFORNIA



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Clevis Montale. **DENNIS MONTALI**

U.S. Bankruptcy Judge

Attorneys for Debtors and Reorganized Debtors

UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF CALIFORNIA SAN FRANCISCO DIVISION

Bankruptcy Case No. 19-30088 (DM) In re: Chapter 11 **PG&E CORPORATION,** (Lead Case) (Jointly Administered) - and -

ORDER EXPUNGING PROOFS OF CLAIM PACIFIC GAS AND ELECTRIC PURSUANT TO REORGANIZED DEBTORS' TWENTY-FOURTH OMNIBUS OBJECTION COMPANY, TO CLAIMS (PLAN PASSTHROUGH

Debtors. **ENVIRONMENTAL CLAIMS)** [Re: Dkt. No. 9287]

☐ Affects PG&E Corporation ☐ Affects Pacific Gas and Electric Company **☒** Affects both Debtors

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* All papers shall be filed in the Lead Case, No. 19-30088 (DM).

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Upon the Reorganized Debtors' Report on Responses to Eighteenth Through Twenty-Fourth Omnibus Objections to Claims and Request for Order by Default as to Unopposed Objections [Docket No. 9521] (the "Request") of PG&E Corporation ("PG&E Corp.") and Pacific Gas and Electric Company (the "Utility"), as debtors and reorganized debtors (collectively, "PG&E" or the "Debtors" or as reorganized pursuant to the Plan (as defined below), the "Reorganized Debtors") in the abovecaptioned chapter 11 cases (the "Chapter 11 Cases"), pursuant to Rule 9014-1(b)(4) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California, as made applicable to these Chapter 11 Cases by the Second Amended Order Implementing Certain Notice and Case Management Procedures, entered on May 14, 2019 [Dkt No. 1996] ("Case Management Order"), that the Court enter an order by default on the Reorganized Debtors' Twenty-Fourth Omnibus Objection to Claims (Plan Passthrough Environmental Claims) [Docket No. 9281] (the "Twenty-Fourth **Omnibus Objection**"), all as more fully set forth in the Request, and this Court having jurisdiction to consider the Request and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, the Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges, General Order 24 (N.D. Cal.), and Bankruptcy Local Rule 5011-1(a); and consideration of the Request and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that notice of the Request as provided to the parties listed therein is reasonable and sufficient under the circumstances, and it appearing that no other or further notice need be provided; and this Court having determined that the legal and factual bases set forth in the Request establish just cause for the relief sought; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The below Proofs of Claims shall be treated as follows:

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| 1 | | Docket No. | Claimant | Claim No. | Resolution |
|----|---|------------|---------------------------|-----------|--|
| 2 | | Informal | California State Agencies | | Following consultation with the Claimant, the Reorganized Debtors |
| 3 | | | | | agreed to revise this Order to include the additional language in para. 3 that |
| 4 | | | | | references the Plan's treatment of Environmental Claims and |
| 5 | | | | | Environmental Performance Obligations. |
| 6 | - | Informal | Federal Agencies | | Following consultation with the |
| 7 | | | | | Claimant, the Reorganized Debtors agreed to revise this Order to include |
| 8 | | | | | the additional language in para. 3 that references the Plan's treatment of |
| 9 | | | | | Environmental Claims and Environmental Performance |
| 10 | | | | | Obligations. |

2. The Claims listed in the column headed "Claim/Schedule to be Expunged" in **Exhibit 1** hereto are expunged.

3. For the avoidance of doubt, nothing herein shall modify the Plan or the Confirmation Order [Docket No. 8053], including without limitation paragraph 67(b) of the Confirmation Order, which provides that all Environmental Claims held by any Governmental Unit (as defined therein) and Environmental Performance Obligations to any Governmental Unit shall survive the Chapter 11 Cases as if they had not been commenced and be determined in the ordinary course of business, including in the manner and by the administrative or judicial tribunals in which such Environmental Claims or Environmental Performance Obligations would have been resolved or adjudicated if the Chapter 11 Cases had not been commenced; provided, that nothing in the Confirmation Order, the Plan, or the Plan Documents shall alter any legal or equitable rights or defenses of the Debtors or the Reorganized Debtors under non-bankruptcy law with respect to any such Environmental Claims or Environmental Performance Obligations. For the avoidance of doubt, the Debtors and the Reorganized Debtors shall not raise the discharge injunction as a defense to the Environmental Claims or Environmental Performance Obligations.

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This Court shall retain jurisdiction to resolve any disputes or controversies arising from 4. this Order. *** END OF ORDER ***

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Twenty-Fourth Omnibus Objection

| Roar Street LLC | S S Offginal Creditor | Claim Transferred To: | Claim/Schedule To Be Disallowed and Expunged | e Debtor | Date Filed/ Scheduled: | Secured | Administrative | Priority | Unsecured | Total | Basis for Objection |
|---|---|-----------------------|--|-------------------------------------|---------------------------|---------|----------------|----------|----------------|----------------|---|
| 2003 North Pacific Areame LLC 20048 PickE 10/11/2019 S0.00 S0.00 | Soff River Street LLC Soft 17th Ave Softa Cruz, CA 95062 | | 71760 | Pacific Gas and Electric Company | 10/21/2019 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | 80.00 | Plan Passthrough Environmental Claims |
| Pacific Giss and Abledies Dr. Company 10/18/2019 S0.00 S0.00 | 2035 North Pacific Avenue LLC 2035 North Pacific Avenue Santa Cruz, CA 95060 | 0 | 20048 | PG&E Corporation | 10/11/2019 | \$0.00 | \$0.00 | \$0.00 | \$2,000,000.00 | \$2,000,000.00 | Plan Passthrough Environmental Claims |
| Pacific Gas and Company Pacific Gas and | Afficies Investment Group LLC Afficies Investment Group LLC Afficies Successor(s) in Interest and Assigns Oakland Athletics D'Lonra Ellis, Eld. Oakland Coliseum, 7000 Filiseum Way | | 79610 | Pacific Gas and Electric Company | 10/18/2019 | 80.00 | \$0.00 | \$0.00 | 80.00 | 80.00 | Plan Passthrough Environmental Claims |
| y LLC Pacific Gas and birector 10/21/2019 \$0.00 \$0.00 ssion birector \$7757 Pacific Gas and birector 10/15/2019 \$0.00 \$0.00 Fish & Fish & Fish & Figure Company Fish Cas and Fish & Fish Cas and Birectric Company \$1/12/2020 \$0.00 \$0.00 | | S | 72175 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | \$0.00 | 80.00 | 80.00 | Plan Passthrough Environmental Claims |
| ssion \$7757 Pacific Gas and Flectric Company 10/15/2019 \$0.00 \$0.00 Fish & Fish & Electric Company Fish & Electric Company \$12/2020 \$0.00 \$0.00 | Apifornia Barrel Company LLC By 23rd Street San Francisco, CA 94107 | | 79269 | Pacific Gas and Electric Company | 10/21/2019 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | 80.00 | Plan Passthrough Environmental Claims |
| Fish & 106241 Pacific Gas and 8/12/2020 \$0.00 \$0.00 | Carlfornia Coastal Commission Alson Detuner, Deputy Director Arremont St, Suite 2000 San Francisco, CA 94105 | | 57757 | Pacific Gas and Electric Company | 10/15/2019 | 80.00 | \$0.00 | 80.00 | \$0.00 | \$0.00 | Plan Passthrough Environmental Claims |
| a G | Agifornia Department of Fish & Widdife Mysung J. Park 455 Golden Gate Ave, Suite 11000 Sag Francisco, CA 94102 | | 106241 | Pacific Gas and Electric Company | 8/12/2020 | 80.00 | 80.00 | \$0.00 | \$295,169.30 | \$295,169.30 | Plan Passthrough Environmental Claims |

| California Department of Water California Department of Water Capette E. Valdez 455 Golden Capette E. Valdez 456 Golden California Department of Water Capetrising Deputy Attorney Capetrisis CA 94102 | 78229 | | Scheduleu. | Secured | Administrative | Priority | Unsecured | Total | Basis for Objection |
|--|-------|-------------------------------------|------------|---------|----------------|----------|-------------|-------------|---|
| California Department of Water California Department of Water Adm: Danette E. Valdez Camfornia Deputy Attorney Camfornia Department of Water California Deputy Attorney California Deputy Attorney California Solden Gate Avenue California Calif | | Pacific Gas and Electric Company | 10/18/2019 | 80.00 | 80.00 | \$0.00 | 80.00 | 80.00 | Plan Passthrough Environmental Claims |
| The control of Water Resources Attn: Danette E. Valdez Supervising Deputy Attorney Control of the Avenue Supervision Control of the Avenue Supervision Control of the Avenue | 74869 | Pacific Gas and Electric Company | 10/18/2019 | \$0.00 | \$0.00 | \$0.00 | 80.00 | \$0.00 | Plan Passthrough Environmental Claims |
| 2(| 72187 | Pacific Gas and Electric Company | 10/18/2019 | \$0.00 | \$0.00 | \$0.00 | 80.00 | \$0.00 | Plan Passthrough Environmental Claims |
| Caffornia Department of Water Resources Afth: Danette E. Valdez Aggervising Deputy Attorney General Sag. Francisco, CA 94102 | 78084 | Pacific Gas and Electric Company | 10/18/2019 | 80.00 | 80.00 | \$0.00 | 80.00 | \$0.00 | Plan Passthrough Environmental Claims |
| California Department of Water Resources Aun: Danette E. Valdez General Series of Autorney Aunicisco, CA 94102 | 78091 | Pacific Gas and Electric Company | 10/18/2019 | 80.00 | 80.00 | \$0.00 | 80.00 | \$0.00 | Plan Passthrough Environmental Claims |
| Absolution Department of Water Regources Absolution Danette E. Valdez Supervising Deputy Attorney General Star Francisco, CA 94102 | 81617 | Pacific Gas and Electric Company | 10/18/2019 | 80.00 | 80.00 | 80.00 | \$66,209.00 | \$66,209.00 | Plan Passthrough Environmental Claims |

| SS Offginal Creditor | Claim Transferred To: | Claim/Schedule To Be Disallowed and Expunged | e Debtor | Date Filed/ Scheduled: | Secured | Administrative | Priority | Unsecured | Total | Basis for Objection |
|--|-----------------------|--|-------------------------------------|---------------------------|---------|----------------|----------|-----------|--------|---|
| California Department of Water Mesources Depart Attorney Counsel 455 Griden Gate Avenue San Francisco, CA 94102 | | 78394 | Pacific Gas and Electric Company | 10/18/2019 | 80.00 | \$0.00 | \$0.00 | 80.00 | 80.00 | Plan Passthrough Environmental Claims |
| Calionia Department of Water Resources Charles Danette E. Valdez Supervising Deputy Attorney Geheral San Francisco, CA 94102 | | 78085 | Pacific Gas and Electric Company | 10/18/2019 | 80.00 | 80.00 | \$0.00 | 80.00 | \$0.00 | Plan Passthrough Environmental Claims |
| Captionia Regional Water Quality Control Board, Lahontan Region Gray Alexander Deputy Attorney Capteral 455 Golden Gate Ave. | χ. | 82517 | Pacific Gas and Electric Company | 10/17/2019 | \$0.00 | 80.00 | 80.00 | 0008 | \$0.00 | Plan Passthrough Environmental Claims |

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| S OPginal Creditor | Claim Transferred To: | Claim/Schedule To Be Disallowed and Expunged | e Debtor | Date Filed/ Scheduled: | Secured | Administrative | Priority | Unsecured | Total | Basis for Objection |
|---|-----------------------|--|-------------------------------------|---------------------------|---------|----------------|----------|-------------|-------------|---|
| California Regional Water Quality California Regional Water Quality Region Region Reman Hoffman Deputy Resources Law Section Resources Law Section | | 72181 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | \$0.00 | \$560.46 | \$560.46 | Plan Passthrough Environmental Claims |
| Cafficania Regional Water Quality Cafficania Board, San Francisco Bay Beylon Ryan R. Hoffman Deputy Attorney General Natural Regionces Law Section 455 Caffeden Gate Avenue, Suite 11000 | | 74805 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | \$0.00 | \$2,812.88 | \$2,812.88 | Plan Passthrough Environmental Claims |
| Centrol Board, San Francisco Bay Cantrol Board, San Francisco Bay Region Region Redina Deputy Arburey General Natural Resources Law Section 455 Griden Gate Avenue, Suite 11000 See Francisco, CA 94102 | | 77786 | Pacific Gas and Electric Company | 10/17/2019 | 00.08 | 80.00 | 80.00 | \$4,358.02 | \$4,358.02 | Plan Passthrough Environmental Claims |
| Afficania Regional Water Quality Control Board, San Francisco Bay Region Region Arguney General Natural Regionses Law Section 455 (Aden Gate Avenue, Suite 11000 San Francisco, CA 94102 | | 78012 | Pacific Gas and Electric Company | 10/17/2019 | 00'08 | 00'08 | 80.00 | \$17,047.70 | \$17,047.70 | Plan Passthrough Environmental Claims |

| SOPPERING Creditor | Claim Transferred To: | Claim/Schedule To Be Disallowed and Expunged | e Debtor | Date Filed/ Scheduled: | Secured | Administrative | Priority | Unsecured | Total | Basis for Objection |
|---|-----------------------|--|-------------------------------------|---------------------------|---------|----------------|----------|------------|------------|---|
| California State Water Resources California State Water Resources San D. Van Loh Deputy Attorney San D. Van California Street, Suite 2000 | | 59863 | Pacific Gas and Electric Company | 10/17/2019 | 00'08 | \$0.00 | 80.00 | \$0.00 | 00.08 | Plan Passthrough Environmental Claims |
| Canifornia State Water Resources Canifornia State Water Resources Can Deard San D. Van Loh Deputy Attorney Geberal California Department of Justice 1515 Clay Street, Suite 2000 Can Dear CA 94612 | | 60302 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | 80.00 | 8,000 | 80.00 | Plan Passthrough Environmental Claims |
| Galifornia State Water Resources Gentrol Board Lanelle Smith Deputy Attorney Ceheral California Attorney Coheral's Office Others of the Coheral's Office San Francisco, CA 94102 | | 74911 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | 80.00 | 80.00 | 80.00 | Plan Passthrough Environmental Claims |
| Thomas State Water Resources California State Water Resources Partial Board Partial Office of the Attorney General 1515 Clay Street, 20th 1700 California CA 94612 | | 78719 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | 80.00 | \$5,524.87 | \$5,524.87 | Plan Passthrough Environmental Claims |
| Authoria State Water Resources Control Board July Russell, Deputy Director of Administrative Services 10011 Street Street Street Street | | 97812 | Pacific Gas and Electric Company | 3/13/2020 | \$0.00 | 80.00 | 80.00 | 80.00 | 80.00 | Plan Passthrough Environmental Claims |
| California State Water Resources Control Board (Triangue) General Office of the Attorney General 1515 Clay Street, 20th Floor 20th Floor Oakland, CA 94612 | | 60269 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | \$0.00 | 80.00 | \$2,552.24 | \$2,552.24 | Plan Passthrough Environmental Claims |

| S S S Original Creditor | Claim Transferred To: | Claim/Schedule To Be Disallowed and Expunged | ie Debtor | Date Filed/ Scheduled: | Secured | Administrative | Priority | Unsecured | Total | Basis for Objection |
|--|-----------------------|--|-------------------------------------|---------------------------|--------------|----------------|----------|----------------|----------------|---|
| Affornia State Water Resources Control Board Resources Land Resources Resources Land Resources Resources Law Section California Department of Justice 455 Golden Gale Avenue, Suite 11000 Sen Francisco, CA 94102 | | 77972 | Pacific Gas and Electric Company | 10/17/2019 | \$0.00 | 80.00 | \$0.00 | \$2,812.88 | \$2,812.88 | Plan Passthrough Environmental Claims |
| Courtal Valley Regional Water Contral Valley Regional Water Confile State Water Resources Control Board State Water Resources Control Board State Water Resources Control Board 1001 1 | | 75221 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | \$0.00 | \$2,204.53 | \$2,204.53 | Plan Passthrough Environmental Claims |
| History, Dana P 2437 Durant Avenue Suite 204 Durant Av | | 87951 | Pacific Gas and Electric Company | 10/21/2019 | \$0.00 | \$0.00 | \$0.00 | \$1,000,000.00 | \$1,000,000.00 | Plan Passthrough Environmental Claims |
| Fucka Forest Products, Inc., a Chiffornia corporation (20 West 14th Street Freeka, CA 95501 | | 8289 | Pacific Gas and Electric Company | 9/9/2019 | 80.00 | 80.00 | 80.00 | \$275,000.00 | \$275,000.00 | Plan Passthrough Environmental Claims |
| Ford Motor Company Control of States LLP Attn: Joseph Lagrotteria One Newark Control Tenth Floor Novark, NJ 07102 | | 68928 | Pacific Gas and Electric Company | 10/21/2019 | 80.00 | 80.00 | \$0.00 | \$0.00 | \$0.00 | Plan Passthrough Environmental Claims |
| For Mojave Indian Tribe The McDonald Law Firm, LC Syeven P. McDonald, Esq. 1609 Speedad Ave. La Jolla, CA 92037-3817 | | 55478 | Pacific Gas and Electric Company | 10/16/2019 | 80.00 | 80.00 | \$0.00 | \$292,750.00 | \$292,750.00 | Plan Passthrough Environmental Claims |
| Aftn: Lindsay Wood 429 Main Street Ouincy, CA 95971 | | 4574 | Pacific Gas and Electric Company | 8/2/2019 | \$358,891.38 | 80.00 | 80.00 | \$0.00 | \$358,891.38 | Plan Passthrough Environmental Claims |

| Case ⊜ginal Creditor | Claim Transferred To: | Claim/Schedule To Be Disallowed and Expunged | Debtor | Date Filed/ Scheduled: | Secured | Administrative | Priority | Unsecured | Total | Basis for Objection |
|--|-----------------------|--|-------------------------------------|---------------------------|--------------|----------------|----------|----------------|----------------|---|
| Regional Water Quality Control Roard, Central Valley Region Make Jahr, Senior Staff Counsel Gaice Jahr, Senior Staff Counsel State Water Resources Control Board 1001 I Street | | 60240 | Pacific Gas and Electric Company | 10/17/2019 | 00'08 | 80.00 | 80.00 | 00'0\$ | 80.00 | Plan Passthrough Environmental Claims |
| Regional Water Quality Control Board, Central Valley Region GRee of the Attorney General Trany Yee, Deputy Attorney General 1515 Clay Street, 20th Floor | | 77458 | Pacific Gas and Electric Company | 10/17/2019 | 80.00 | 80.00 | 80.00 | \$5,524.87 | \$5,524.87 | Plan Passthrough Environmental Claims |
| Caims To Be Expunged Totals | als | Count:35 | | | \$358,891.38 | 80.00 | 80.00 | \$3,972,526.75 | \$4,331,418.13 | 18.13 |

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